

## **EXHIBIT A**

**ZG APPAEREL GROUP LLC**  
**1450 Broadway Floor 17 New York NY 10018**

**DEMAND FOR RECLAMATION**

October 24, 2018

**VIA FEDERAL EXPRESS**

Sears Holding Corporation  
3333 Beverly Road  
Hoffman Estates, IL 60179  
Attn: Robert A. Riecker, CFO

**VIA FEDERAL EXPRESS**

Jacqueline Marcus, Esq.  
Weil Gotshal & Manges, LLP  
767 5th Avenue  
New York, NY 10153

***Re: ZG Apparel Group LLC ("ZG") with  
Sears, Roebuck and Co., et al. (18-23539) (Jointly Administered)***

Dear Sir/Madam:

Goods have been shipped to Sears Holding Corporation and/or one or more of your affiliates (collectively, the "Debtors"), including, but not limited to, Sears, Roebuck and Co. and/or Kmart Holding Corporation within 45 days before the date of the Chapter 11 filings on October 15, 2018 (the "Filing Date"), represented by the attached schedule.

Pursuant to Section 546(c)(1) of the Bankruptcy Code and Section 2-702 of the Uniform Commercial Code (as applicable and adopted in the State of New York, *N.Y.U.C.C. Law*, §2-702), ZG hereby exercises all of its rights and remedies thereunder and demands reclamation of all product ("Product"), which is listed on the attached invoices as Exhibit "A" and detailed on Exhibit "B", also attached hereto. Pursuant to Section 546(c)(1) and 2-702(2) of New York's Uniform Commercial Code, and by virtue of the Debtor's insolvency, this letter shall serve as a formal reclamation demand for the Product received by the Debtors from ZG as set forth on the attached, except to the extent ZG has authorized the Debtors in writing post-petition to utilize specifically identifiable goods, subject to payment of same whether through an allowed claim under § 503(b)(9) of the Bankruptcy Code or otherwise.

The Product subject to this Demand for Reclamation is to be segregated and marked as property of ZG and is not to be used or sold by the Debtors. ZG demands immediate access as


necessary in order to identify the Product subject to this Demand for Reclamation. Please contact the undersigned upon receipt of this Demand for Reclamation in order to arrange for the prompt return of the Product subject to this Demand for Reclamation. In the alternative, please arrange for the return of the Product within seven (7) days of the date of this Demand for Reclamation.

This Demand for Reclamation shall not constitute an election of remedies by ZG nor a waiver of any rights, remedies or claims that ZG holds under the applicable law (including, but not limited to, the United States Bankruptcy Code), orders of court or agreements with any party, all of which are expressly reserved by ZG.

This reclamation demand is made without prejudice to any other rights or remedies available to ZG, at law or in equity, including, but not limited to, ZG's right to an administrative expense claim under section 503(b)(9) of the Bankruptcy Code for all goods received by the Debtors within 20 days before the Petition Date.

I trust I will hear from you accordingly to discuss the details without having to resort to additional litigation. If I do not hear from you, I will have no alternative but to proceed to protect ZG's rights.

For ZG Apparel Group LLC

A handwritten signature in black ink, appearing to read 'Richard Silverstein', is written over the printed name.

Richard Silverstein (COO)

**Invoice**

**ZG APPAREL GROUP LLC**

1450 BROADWAY FL 17  
NEW YORK, NY 10018 USA  
Tel : 646-930-1112 Fax:

Date : **08/10/18**

Invoice # **108863**

FOB :

Ship To, Store: **8780**  
**KMART RSC #8780**  
WESTERN REGIONAL SPECIALTY DC  
3100 MILLIKIN AVENUE  
MIRA LOMA, CA 91752

Order #	08780033894	Ctrl #	102610
Dept #	007	Pick #	86126
Vendor #	00079669654	Slpn	007
Terms	4% 30DAYS ROG	Via	GILBERT EAST
Factor Appr	HOUSE	Ctns	193
Duns #	1000873026	Weight	1559.44
PRO #		B/L No.	10318460

Bill To, Act #: **SEARS**  
**SEARS, ROEBUCK D CO**  
P.O. BOX 660200  
NATIONAL A/P CTR. TIPS PROCESS  
DALLAS, TX 75266 USA

REMIT TO: ZG APPAREL GROUP LLC  
1450 Broadway Ave. 17th Floor  
New York, NY 10018

STYLE	COLOR	CUST STYLE	LN	DESCRIPTION	QTY	EA	EXTENSION
RB61620K	BUS BUS	002291 634	1	1PC ELBOW SLV DRESS	1,544	17.00	26,248.00
SML	MED	LRG	XL				
193	386	579	386				

QTY :	1,544	GROSS:	26,248.00	SHIPPING	0.00	HANDLING	0.00	TOTAL:	26,248.00
8505									

NO RETURNS WILL BE ACCEPTED WITHOUT OUR AUTHORIZED RMA # AFFIXED TO PACKAGE Continuing guaranty under the  
Flammable Fabric Act and the Textile Products Identification Act Filed with Federal Trade Commission.

**Invoice**

**ZG APPAREL GROUP LLC**

1450 BROADWAY FL 17  
NEW YORK, NY 10018 USA  
Tel : 646-930-1112 Fax:

Date : **08/10/18**

Invoice # **108864**

Ship To, Store: **8780**

**KMART RSC #8780**

WESTERN REGIONAL SPECIALTY DC  
3100 MILLIKIN AVENUE  
MIRA LOMA, CA 91752

FOB :

Order #	08780033895	Ctrl #	102611
Dept #	007	Pick #	86127
Vendor #	00079669654	Slpn	007
Terms	4% 30DAYS ROG	Via	GILBERT EAST
Factor Appr	HOUSE	Ctns	267
Duns #	1000873026	Weight	2136
PRO #		B/L No.	10318460

Bill To, Act #: **SEARS**

**SEARS, ROEBUCK D CO**

P.O. BOX 660200  
NATIONAL A/P CTR. TIPS PROCESS  
DALLAS, TX 75266 USA

REMIT TO: ZG APPAREL GROUP LLC  
1450 Broadway Ave. 17th Floor  
New York, NY 10018

STYLE	COLOR	CUST STYLE	LN	DESCRIPTION	QTY	EA	EXTENSION
RB60756AK	BSL BSL	008924 217	1	1PC SHORT SLV SHRUG	1,032	11.00	11,352.00
SML	MED	LRG	XL				
129	258	387	258				
RB60756AK	GYL GYL	008926 113	2	1PC SHORT SLV SHRUG	552	11.00	6,072.00
SML	MED	LRG	XL				
69	138	207	138				
RB60756AK	NGL NGL	008927 377	3	1PC SHORT SLV SHRUG	552	11.00	6,072.00
SML	MED	LRG	XL				
69	138	207	138				

QTY :	2,136	GROSS:	23,496.00	SHIPPING	0.00	HANDLING	0.00	TOTAL:	23,496.00
8505									

NO RETURNS WILL BE ACCEPTED WITHOUT OUR AUTHORIZED RMA # AFFIXED TO PACKAGE Continuing guaranty under the Flammable Fabric Act and the Textile Products Identification Act Filed with Federal Trade Commission.

**Invoice**

**ZG APPAREL GROUP LLC**

1450 BROADWAY FL 17  
NEW YORK, NY 10018 USA  
Tel : 646-930-1112 Fax:

Date : **08/10/18**

Invoice # **108865**

Ship To, Store: **8780**

**KMART RSC #8780**

WESTERN REGIONAL SPECIALTY DC  
3100 MILLIKIN AVENUE  
MIRA LOMA, CA 91752

FOB :

Order #	08780033896	Ctrl #	102612
Dept #	007	Pick #	86128
Vendor #	00079669654	Slpn	007
Terms	4% 30DAYS ROG	Via	GILBERT EAST
Factor Appr	HOUSE	Ctns	217
Duns #	1000873026	Weight	1736
PRO #		B/L No.	10318460

Bill To, Act #: **SEARS**

**SEARS, ROEBUCK D CO**

P.O. BOX 660200  
NATIONAL A/P CTR. TIPS PROCESS  
DALLAS, TX 75266 USA

REMIT TO: ZG APPAREL GROUP LLC  
1450 Broadway Ave. 17th Floor  
New York, NY 10018

STYLE	COLOR	CUST STYLE	LN	DESCRIPTION	QTY	EA	EXTENSION
RB61521K	BIE BIE	004375 535	1	1PC FLARE SLV DRESS	536	18.00	9,648.00
SML	MED	LRG	XL				
67	134	201	134				
RB61529K	NYO NYO	004301 055	2	1PC BELL SLV DRESS	896	17.00	15,232.00
SML	MED	LRG	XL				
112	224	336	224				
RB61582K	799 HTGNM	004301 558	3	1PC EXTD SLV DRESS	304	16.50	5,016.00
SML	MED	LRG	XL				
38	76	114	76				

QTY :	1,736	GROSS:	29,896.00	SHIPPING	0.00	HANDLING	0.00	TOTAL:	29,896.00
8505									

NO RETURNS WILL BE ACCEPTED WITHOUT OUR AUTHORIZED RMA # AFFIXED TO PACKAGE Continuing guaranty under the Flammable Fabric Act and the Textile Products Identification Act Filed with Federal Trade Commission.

**Invoice**

**ZG APPAREL GROUP LLC**

1450 BROADWAY FL 17  
NEW YORK, NY 10018 USA  
Tel : 646-930-1112 Fax:

Date : **08/10/18**

Invoice # **108866**

Ship To, Store: **8781**  
**KMART RSC #8781**  
NORTHEAST REGIONAL SPECIALTY DC  
1475 NITTERHOUSE ROAD  
CHAMBERSBURG, PA 17201

Bill To, Act #: **SEARS**  
**SEARS, ROEBUCK D CO**  
P.O. BOX 660200  
NATIONAL A/P CTR. TIPS PROCESS  
DALLAS, TX 75266 USA

FOB :

Order #:	08781007836	Ctrl #	102613
Dept #	007	Pick #	86129
Vendor #	00079669654	Slpn	007
Terms	4% 30DAYS ROG	Via	GILBERT EAST
Factor Appr	HOUSE	Ctns	182
Duns #	1000873026	Weight	1470.56
PRO #		B/L No.	10318461

REMIT TO: ZG APPAREL GROUP LLC  
1450 Broadway Ave. 17th Floor  
New York, NY 10018

STYLE	COLOR	CUST STYLE	LN	DESCRIPTION	QTY	EA	EXTENSION
RB61620K	BUS BUS	002291 634	1	1PC ELBOW SLV DRESS	1,456	17.00	24,752.00
SML	MED	LRG	XL				
182	364	546	364				

QTY :	1,456	GROSS:	24,752.00	SHIPPING	0.00	HANDLING	0.00	TOTAL:	24,752.00
8506									

NO RETURNS WILL BE ACCEPTED WITHOUT OUR AUTHORIZED RMA # AFFIXED TO PACKAGE Continuing guaranty under the Flammable Fabric Act and the Textile Products Identification Act Filed with Federal Trade Commission.

**Invoice**

**ZG APPAREL GROUP LLC**

1450 BROADWAY FL 17  
NEW YORK, NY 10018 USA  
Tel : 646-930-1112 Fax:

Date : **08/10/18**

Invoice # **108867**

Ship To, Store: **8781**  
**KMART RSC #8781**  
NORTHEAST REGIONAL SPECIALTY DC  
1475 NITTERHOUSE ROAD  
CHAMBERSBURG, PA 17201

FOB :

Order #	08781007837	Ctrl #	102614
Dept #	007	Pick #	86130
Vendor #	00079669654	Slpn	007
Terms	4% 30DAYS ROG	Via	GILBERT EAST
Factor Appr	HOUSE	Ctns	281
Duns #	1000873026	Weight	2248
PRO #		B/L No.	10318461

Bill To, Act #: **SEARS**  
**SEARS, ROEBUCK D CO**  
P.O. BOX 660200  
NATIONAL A/P CTR. TIPS PROCESS  
DALLAS, TX 75266 USA

REMIT TO: ZG APPAREL GROUP LLC  
1450 Broadway Ave. 17th Floor  
New York, NY 10018

STYLE	COLOR	CUST STYLE	LN	DESCRIPTION	QTY	EA	EXTENSION
RB60756AK	BSL BSL	008924 217	1	1PC SHORT SLV SHRUG	960	11.00	10,560.00
SML	MED	LRG	XL				
120	240	360	240				
RB60756AK	GYL GYL	008926 113	2	1PC SHORT SLV SHRUG	640	11.00	7,040.00
SML	MED	LRG	XL				
80	160	240	160				
RB60756AK	NGL NGL	008927 377	3	1PC SHORT SLV SHRUG	648	11.00	7,128.00
SML	MED	LRG	XL				
81	162	243	162				

QTY : 2,248	GROSS: 24,728.00	SHIPPING 0.00	HANDLING 0.00	TOTAL: 24,728.00
8506				

NO RETURNS WILL BE ACCEPTED WITHOUT OUR AUTHORIZED RMA # AFFIXED TO PACKAGE Continuing guaranty under the Flammable Fabric Act and the Textile Products Identification Act Filed with Federal Trade Commission.



**Invoice**

**ZG APPAREL GROUP LLC**

1450 BROADWAY FL 17  
NEW YORK, NY 10018 USA  
Tel : 646-930-1112 Fax:

Date : **08/10/18**

Invoice # **108868**

Ship To, Store: **8781**  
**KMART RSC #8781**  
NORTHEAST REGIONAL SPECIALTY DC  
1475 NITTERHOUSE ROAD  
CHAMBERSBURG, PA 17201

Bill To, Act #: **SEARS**  
**SEARS, ROEBUCK D CO**  
P.O. BOX 660200  
NATIONAL A/P CTR. TIPS PROCESS  
DALLAS, TX 75266 USA

FOB :

Order #	08781007838	Ctrl #	102615
Dept #	007	Pick #	86131
Vendor #	00079669654	Slpn	007
Terms	4% 30DAYS ROG	Via	GILBERT EAST
Factor Appr	HOUSE	Ctns	215
Duns #	1000873026	Weight	1720
PRO #		B/L No.	10318461

REMIT TO: ZG APPAREL GROUP LLC  
1450 Broadway Ave. 17th Floor  
New York, NY 10018

STYLE	COLOR	CUST STYLE	LN	DESCRIPTION	QTY	EA	EXTENSION
RB61521K	BIE BIE	004375 535	1	1PC FLARE SLV DRESS	624	18.00	11,232.00
SML	MED	LRG	XL				
78	156	234	156				
RB61529K	NYO NYO	004301 055	2	1PC BELL SLV DRESS	800	17.00	13,600.00
SML	MED	LRG	XL				
100	200	300	200				
RB61582K	799 HTGNM	004301 558	3	1PC EXTD SLV DRESS	296	16.50	4,884.00
SML	MED	LRG	XL				
37	74	111	74				

QTY: 1,720	GROSS: 29,716.00	SHIPPING 0.00	HANDLING 0.00	TOTAL: 29,716.00
8506				

NO RETURNS WILL BE ACCEPTED WITHOUT OUR AUTHORIZED RMA # AFFIXED TO PACKAGE Continuing guaranty under the Flammable Fabric Act and the Textile Products Identification Act Filed with Federal Trade Commission.

**Invoice**

**ZG APPAREL GROUP LLC**

1450 BROADWAY FL 17  
NEW YORK, NY 10018 USA  
Tel : 646-930-1112 Fax:

Date : **09/12/18**

Invoice # **114410**

Ship To, Store: **8781**  
**KMART RSC #8781**  
NORTHEAST REGIONAL SPECIALTY DC  
1475 NITTERHOUSE ROAD  
CHAMBERSBURG, PA 17201

FOB :

Order #:	08781009276	Ctrl #	107434
Dept #	007	Pick #	91509
Vendor #	00079669654	Slpn	007
Terms	4% 30DAYS ROG	Via	GILBERT EAST
Factor Appr	HOUSE	Ctns	487
Duns #	1000873026	Weight	4169.36
PRO #		B/L No.	10334641

Bill To, Act #: **SEARS**  
**SEARS, ROEBUCK D CO**  
P.O. BOX 660200  
NATIONAL A/P CTR. TIPS PROCESS  
DALLAS, TX 75266 USA

REMIT TO: ZG APPAREL GROUP LLC  
1450 Broadway Ave. 17th Floor  
New York, NY 10018

STYLE	COLOR	CUST STYLE	LN	DESCRIPTION	QTY	EA	EXTENSION
RB60696K	R1B R/B	001751 718	1	1PC LONG SLV DRESS	368	18.00	6,624.00
SML	MED	LRG	XL				
46	92	138	92				
RB60737AK	HBN HBN	001445 825	2	1PC LONGSLV DRESS	1,224	17.00	20,808.00
SML	MED	LRG	XL				
153	306	459	306				
RB60826AK	GRY GRY	001448 478	3	1PC LONG SLV DRESS	536	18.00	9,648.00
SML	MED	LRG	XL				
67	134	201	134				
RB60848AK	BKG BKG	001751 672	4	1PC KNIT DRESS	536	18.00	9,648.00
SML	MED	LRG	XL				
67	134	201	134				
RB61754K	HBT HBT	001446 429	5	1PC 3/4 SLV DRESS	1,232	17.00	20,944.00
SML	MED	LRG	XL				
154	308	462	308				

QTY:	3,896	GROSS:	67,672.00	SHIPPING	0.00	HANDLING	0.00	TOTAL:	67,672.00
8909									

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Invoice

**ZG APPAREL GROUP LLC**

1450 BROADWAY FL 17  
NEW YORK, NY 10018 USA  
Tel : 646-930-1112 Fax:

Date : **09/12/18**

Invoice # **114411**

Ship To, Store: **8780**

**KMART RSC #8780**

WESTERN REGIONAL SPECIALTY DC  
3100 MILLIKIN AVENUE  
MIRA LOMA, CA 91752

Bill To, Act #: **SEARS**

**SEARS, ROEBUCK D CO**

P.O. BOX 660200  
NATIONAL A/P CTR. TIPS PROCESS  
DALLAS, TX 75266 USA

FOB :

Order #:	08780035316	Ctrl #	107433
Dept #	007	Pick #	91508
Vendor #	00079669654	Slpn	007
Terms	4% 30DAYS ROG	Via	GILBERT EAST
Factor Appr	HOUSE	Ctns	580
Duns #	1000873026	Weight	4978.64
PRO #		B/L No.	10334640

REMIT TO: ZG APPAREL GROUP LLC  
1450 Broadway Ave. 17th Floor  
New York, NY 10018

STYLE	COLOR	CUST STYLE	LN	DESCRIPTION	QTY	EA	EXTENSION
RB60696K	R1B R/B	001751 718	1	1PC LONG SLV DRESS	432	18.00	7,776.00
SML	MED	LRG	XL				
54	108	162	108				
RB60737AK	HBN HBN	001445 825	2	1PC LONGSLV DRESS	1,440	17.00	24,480.00
SML	MED	LRG	XL				
180	360	540	360				
RB60826AK	GRY GRY	001448 478	3	1PC LONG SLV DRESS	664	18.00	11,952.00
SML	MED	LRG	XL				
83	166	249	166				
RB60848AK	BKG BKG	001751 672	4	1PC KNIT DRESS	664	18.00	11,952.00
SML	MED	LRG	XL				
83	166	249	166				
RB61754K	HBT HBT	001446 429	5	1PC 3/4 SLV DRESS	1,440	17.00	24,480.00
SML	MED	LRG	XL				
180	360	540	360				

QTY :	4,640	GROSS:	80,640.00	SHIPPING	0.00	HANDLING	0.00	TOTAL:	80,640.00
8910									

NO RETURNS WILL BE ACCEPTED WITHOUT OUR AUTHORIZED RMA # AFFIXED TO PACKAGE Continuing guaranty under the Flammable Fabric Act and the Textile Products Identification Act Filed with Federal Trade Commission.

**ZG APPAREL GROUP LLC**

**Open invoice's as of October 22, 2018**

**NewTerms 4% ROG 30Days**

State	Invoice	Inv. Date	Po #	Amount	Paid	Balance	Due Date	Rec'd
PA	108866	8/10/2018	8781007836	\$24,752.00	\$0.00	\$24,752.00	9/17/2017	8/16/2017
PA	108867	8/10/2018	8781007837	\$24,728.00	\$0.00	\$24,728.00	9/17/2017	8/16/2017
PA	108868	8/10/2018	8781007838	\$29,716.00	\$0.00	\$29,716.00	9/17/2017	8/16/2017
CA	108863	8/10/2018	8780033894	\$26,248.00	\$0.00	\$26,248.00	9/21/2018	8/22/2018
CA	108864	8/10/2018	8780033895	\$23,496.00	\$0.00	\$23,496.00	9/21/2018	8/22/2018
CA	108865	8/10/2018	8780033896	\$29,896.00	\$0.00	\$29,896.00	9/21/2018	8/23/2018
PA	114410	9/12/2018	8781009276	\$67,672.00	\$0.00	\$67,672.00	10/18/2018	9/18/2018
CA	114411	9/12/2018	8780035316	\$80,640.00	\$0.00	\$80,640.00	10/25/2018	9/26/2018
				<b>\$307,148.00</b>	<b>\$0.00</b>	<b>\$307,148.00</b>		